

STEPTOE & JOHNSON ^{LLP}

ATTORNEYS AT LAW

David H Coburn
202 429 8063
dcoburn@steptoe.com

223739

1330 Connecticut Avenue NW
Washington DC 20036 1795
Tel 202 429 3000
Fax 202 429 3902
steptoe.com

October 7, 2008



Via HAND DELIVERY

Hon Anne K Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S W
Washington, DC 20423-0001

**Re: MC-F-21030, Stagecoach Group plc and Coach USA, Inc., et al. –
Acquisition and Consolidation of Assets – New Today Bus Corp. and
New Today Bus, Inc.**

Dear Secretary Quinlan

Enclosed for filing in the above-captioned docket are the original plus ten copies of the application of Stagecoach Group plc, Coach USA, Inc and affiliated entities for control under 49 U S C § 14303 of certain assets of New Today Bus Corp and New Today Bus, Inc together with a draft Federal Register notice I am also enclosing one copy of this filing on a CD

I have enclosed a check in the amount of \$2,000 for payment of the filing fee in this matter

Thank you for your attention to this matter

Respectfully,

David H Coburn
Attorney for Applicants

FILED

OCT 07 2008

**SURFACE
TRANSPORTATION BOARD**

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Office of Proceedings

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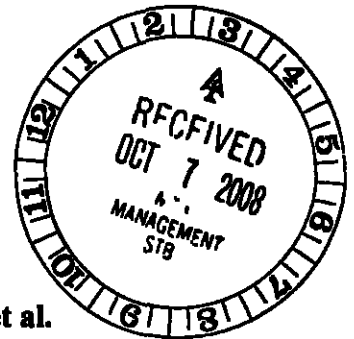
Part of
Public Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. MC-F-21030

**STAGECOACH GROUP PLC AND COACH USA, INC., et al.
– ACQUISITION AND CONSOLIDATION OF ASSETS – NEW TODAY BUS
CORP. AND NEW TODAY BUS, INC.**

VERIFIED APPLICATION



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**SURFACE
TRANSPORTATION BOARD**

David H. Coburn
Scott M. Mircelson
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, N.W
Washington, D.C. 20036
(202) 429-3000

Attorneys for Stagecoach Group plc,
Stagecoach Transport Holdings plc,
SCUSI Ltd ; Coach USA
Administration, Inc ; Coach USA,
Inc and ASTI, Inc.

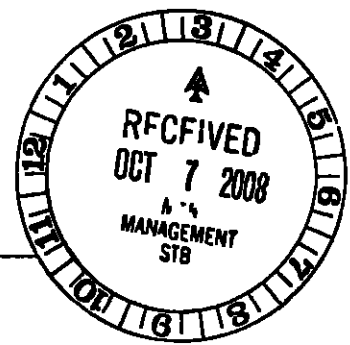
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OCT 07 2008

**STB FILE
TRANSPORTATION BOARD**

October 7, 2008

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



STB DOCKET NO. MC-F-21030

**STAGECOACH GROUP PLC AND COACH USA, INC., et al.
- ACQUISITION AND CONSOLIDATION OF ASSETS - NEW TODAY BUS
CORP. AND NEW TODAY BUS, INC.**

VERIFIED APPLICATION

Pursuant to 49 U.S.C. § 14303(a) and the Board's rules at 49 C F R Part 1182, Stagecoach Group PLC ("Stagecoach") and Coach USA, Inc. ("Coach USA"), both non-carriers that control motor passenger carriers, together with related co-applicants, seek authority to acquire the assets of New Today Bus Corp and New Today Bus, Inc ("New Today") and operate those assets through a Coach USA-controlled motor passenger carrier

Specifically, the transaction underlying this Application ("Transaction") contemplates that a motor passenger carrier currently controlled by Coach USA -- ASTI, Inc. ("ASTI")¹ -- will acquire and operate the assets of New Today under the New Today

¹ ASTI, Inc. was previously known as American Sightseeing Tours, Inc. Coach USA originally acquired control of American Sightseeing Tours, Inc in a Board-exempted transaction in 1996. *See Coach USA, Inc --Control Exemption--American Sightseeing Tours, Inc , California Charters, Inc , Texas Bus Lines, Inc , Gulf Coast Transp , Inc and K-T Contract Services, Inc ,* STB Finance Docket No 33073, slip op at 7 (served Nov 8, 1996)("Coach/American") In 1999, American Sightseeing Tours, Inc changed its corporate name to ASTI, Inc *See* No. MC-252353 (Federal Highway Administration served May 4, 1999) After being inactive since 2004, ASTI applied to the Federal Motor Carrier Safety Administration (FMCSA) for the reinstatement to active

trade names, which are among the assets being acquired. The transaction will be essentially invisible to the traveling public, while Coach USA (and more specifically, ASTI) will have attained control of the interstate motor passenger business being acquired.

The related co-applicants are non-carrier subsidiaries of Stagecoach (collectively, the "Intermediate Subsidiaries") that are intermediate in the corporate chain connecting Stagecoach with Coach USA, specifically, Stagecoach Transport Holdings plc, SCUSI Ltd and Coach USA Administration, Inc. Verification statements executed by each of the parties to this Application, including New Today, attesting to the facts set forth in the Application, are attached. In addition, Applicants have supplied the Board with a draft Federal Register Notice.

I. INTRODUCTION AND DESCRIPTION OF TRANSACTION

The Board has previously approved the control of numerous federally-regulated motor carriers by Stagecoach, Coach USA and certain intermediate subsidiaries. By the Transaction underlying this Application, Stagecoach, Coach USA, the Intermediate Subsidiaries and ASTI seek authorization to acquire and, through ASTI, utilize the acquired properties of New Today to operate a motor passenger carrier business on routes as to which New Today currently markets motor carrier services.

The Transaction is subject to Board approval pursuant to 49 U.S.C. § 14303(a) because it involves the acquisition of assets used in the provision of motor passenger carrier service, and the continued use of those assets, by a motor passenger carrier. See

status in 2008 and renewed its insurance filing with that agency. FMCSA thereupon reinstated ASTI to active status. See Docket No. MC-252353-C (FMCSA served July 30, 2008).

M L O'Boyle & Son, Inc -Purchase-Kline, 45 M C C 234, 237 (1946) (ICC had jurisdiction over acquisition where transaction would result in elimination of service by a motor carrier), *Refiners Transport & Terminal Corp -Purchase-Petroleum Transport, Inc.*, 39 M.C.C. 662, 663 n.1 (1944) (ICC had jurisdiction over asset acquisitions where carrier whose assets were being acquired by another carrier ceased operations), *see also Raymond Bros Motor Transp , Inc - Purchase - North American Creameries, Inc.*, 37 M.C.C 431, 432-33 (1941) The Board has likewise approved an asset acquisition in which another Coach USA subsidiary then operated those assets through a subsidiary carrier *Stagecoach Group PLC and Coach USA, Inc , et al -Acquisition and Consolidation of Assets-Rockford Coach Lines, L L C* , STB Docket No MC-F-21006, slip op at 3 (served May 14, 2004).

In this case, as part of the Transaction, New Today, its shareholders and related companies have agreed as part of the asset acquisition to cease passenger service for a period of time on certain routes on which it currently markets such service, including New York-Washington, DC, New York-Baltimore, MD and New York-Philadelphia, PA ASTI (under New Today's trade names) will provide motor passenger common carrier service on the aforementioned routes and between other points in the same transportation corridors upon consummation of the Transaction Another Coach USA-controlled affiliate, Megabus Northeast LLC, also serves certain of these routes

The Transaction is evidenced by an Asset Purchase Agreement that the parties entered on September 22, 2008, pursuant to which the New Today business operations and assets described in that Agreement will be purchased by ASTI Among the assets that are planned to be acquired are New Today's customer lists, certain contracts, sales

records, certain leases and tangible property, as well as certain trademarks and trade names, including "Today's Bus", "Todays Bus", and "New Today Bus", all of which assets are used in connection with the provision of interstate motor passenger carrier services.

Approval of this Application is consistent with the public interest standard set forth in 49 U S C § 14303(b), as discussed further below.

II. DESCRIPTION OF THE PARTIES TO THE TRANSACTION

The parties to this transaction are as follows

A. Stagecoach Group plc and the Intermediate Subsidiaries

Stagecoach Group plc is a public limited company organized under the laws of Scotland. Its principal executive offices are located at 10 Dunkeld Road, Perth PH1 5TW, Scotland. It was formed in 1980 and registered as a public limited company in 1991. Stagecoach, and certain wholly-owned subsidiaries identified below, acquired control of Coach USA in September 1999, following the Board's decision approving such control in *Stagecoach Holdings plc – Control – Coach USA, Inc , et al* , STB Docket No MC-F-20948 (served July 22, 1999).

With operations in several countries, Stagecoach is one of the world's largest providers of passenger transportation services through the operation of bus and train services. Stagecoach also has been a leader in providing transit services pursuant to privatization programs.

Stagecoach's transportation business is conducted through a series of operating divisions. Its U K Bus Division currently operates around 7,000 buses and coaches through several regional bus companies in the U K. The Rail Division operates rail

franchises in the U K. In addition, Stagecoach participates in a joint venture known as Virgin Rail Group Limited, which operates rail franchises in the U K. Stagecoach-controlled passenger transportation companies in the United States operate approximately 2,400 buses. For the fiscal year ended April 30, 2008, Stagecoach had total revenues of over \$3 billion. Stagecoach is listed on the London Stock Exchange, and employs about 30,000 persons.

Stagecoach Transport Holdings plc and SCUSI Ltd. are wholly owned subsidiaries of Stagecoach. Stagecoach Transport Holdings plc is organized under the laws of Scotland. SCUSI Ltd. is organized under the laws of England and Wales. Each is headquartered at the same address at which Stagecoach is located. While neither is itself a carrier, each is a holding company that controls the same carriers controlled by Stagecoach and Coach USA. Stagecoach Transport Holdings plc owns SCUSI Ltd., which in turn owns Coach USA Administration, Inc., a Nevada non-carrier holding company and the direct corporate parent of Coach USA, Inc.

B. Coach USA, Inc. and ASTI, Inc.

Coach USA is a Delaware corporation with headquarters at 160 S. Route 17 North, Paramus, NJ, 07652. It is not a regulated carrier, but controls 65 motor passenger carriers ("Operating Carriers") that hold federally-issued interstate operating authority. In addition, Coach USA, together with Stagecoach, the Intermediate Subsidiaries and KILT Trans, Inc. filed a petition with the Board on August 19, 2008 seeking to control and operate the assets of another carrier, Eastern Travel & Tour, Inc. (Eastern Travel). The Board has tentatively approved that transaction. *See Stagecoach Group PLC and Coach*

USA, Inc , et al -Acquisition of Control-Eastern Travel & Tour, Inc , STB Docket No. MC-F-21029, slip op. at 3 (served Sept 18, 2008)

Coach USA's control of the federally-authorized carriers has been exempted or approved by the Board in numerous previous proceedings. By virtue of its control of the Operating Carriers, Coach USA has been able to offer those Carriers the variety of financial and management benefits described in its prior control petitions and applications, and discussed further below. The annual gross operating revenues for the Operating Carriers for the twelve month period ended with the date of this Application far exceed the \$2 million threshold for Board jurisdiction.

ASTI is one of the Coach USA-controlled Operating Carriers. It is headquartered at 160 S Route 17 North, Paramus, NJ, 07652 and is a Florida Corporation. ASTI is in the process of seeking approval from FMCSA to operate regular routes currently operated by related entities of New Today, including between (1) New York, NY and Washington, DC, (2) New York, NY and Baltimore, MD, and (3) New York, NY and Philadelphia, PA. ASTI has applied for this new operating authority in Docket No. MC-252353. ASTI will also be seeking to officially change its name in FMCSA records from ASTI d/b/a Coach USA to ASTI d/b/a Today's Bus.

C. New Today Bus Corp. and New Today Bus, Inc.

New Today Bus Corp. has its headquarters at 13 Allen Street, New York, NY 10002. New Today Bus, Inc. has its headquarters at 13937 Lullaby Road, Germantown, MD 20874. Both New Today Bus Corp. and New Today Bus, Inc. have their mailing address at 13 Allen Street, New York, NY 10002. These entities share largely common ownership and, between them, own the various assets being acquired under which motor

passenger operations are provided New Today Bus Corp holds US DOT number 1787402 and has been assigned Docket No. MC-651183 by FMCSA, while New Today Bus, Inc has been assigned US DOT number 1809146 and has applied for operating authority from FMCSA and been assigned Docket No. MC-657415. Under various contractual arrangements with certain FMCSA-licensed motor carriers of passengers with which the New Today entities share some common owners (e g , Horse Run Bus, Inc , MC-473671), New Today markets and arranges motor passenger carrier service under its trade names on various routes in the Middle Atlantic region, including between New York and Philadelphia and New York and Washington, DC.

III. JURISDICTIONAL STATEMENT

The motor passenger carriers controlled by Coach USA have earned operating revenues well in excess of \$2 million during the twelve-month period preceding the date of this application Accordingly, the jurisdictional threshold is met with respect to the acquisition of control that is the subject of this Application

IV. OPERATING RIGHTS

ASTI is in the process of applying to FMCSA for new operating authority that will allow it to provide service on routes as to which New Today currently sells and arranges motor passenger carrier service, including routes between New York and Washington, DC, and New York and Philadelphia, among others A copy of this authority will be supplied to the Board upon its issuance.

V. GRANTING THIS APPLICATION IS CONSISTENT WITH THE PUBLIC INTEREST

The Board is required to approve the proposed transaction if it finds that the transaction is consistent with the public interest. 49 U.S.C. § 14303(b). In making its public interest determination, the Board is obligated to consider (1) the effect of the proposed acquisition of control on the adequacy of transportation to the public, (2) the impact on total fixed charges and (3) the interests of carrier employees. Judged by each of these factors, granting this Application would be consistent with the public interest.

As a result of the proposed acquisition of control of the New Today assets by Coach USA and its affiliates, there will be no change in the adequacy of service to the travelling public. The changes will in fact be invisible to the average passenger as Coach USA will use New Today's current trade name in the acquired operations and preserve the current nature of the service.

Moreover, the public will benefit from the transaction. The advantages to the traveling public from the Transaction are similar to those which have accrued, and will continue to accrue, as a result of each of the previous transactions to which Coach USA has been a party. As described in the Board's prior decisions concerning Coach USA's acquisition of control of bus carriers, these benefits include access to substantial capital resources, favorable restructuring of debt, significant interest cost savings, and reduced operating costs resulting from Coach USA's enhanced volume purchasing power.² For

² See, e.g., *Notre Capital Ventures II, LLC and Coach USA, Inc. -- Control Exemption -- Arrow Stage Lines, Inc., Cape Transit Corp., Community Coach, Inc., Community Transit Lines, Inc., Grosvenor Bus Lines, Inc., H A M L Corp.; Leisure Time Tours, Suburban Management Corp., Suburban Trails, Inc., and Suburban Transit Corp.*, STB Finance Docket No. 32876 (Sub-No. 1), slip op. at 4 (served May 3, 1996).

example, the Operating Carriers, and in turn their passengers, benefit from the reduced insurance premiums that Coach USA has been able to negotiate, as well as from Coach USA's ability to achieve volume discounts on the purchase of equipment and fuel. ASTI's service to the public on routes currently served by entities related to New Today, which will be the consequence of Board approval of the Transaction, will be enhanced by these same benefits. Further, the Transaction will have no adverse impact on ASTI's fixed charges.

Although, as noted, New Today currently offers services on routes also served by another Coach USA-controlled entity, Megabus Northeast,³ and by Eastern Travel, Coach USA operating companies will continue to face existing competition and potential new competition from other bus companies, private vehicles and other transportation modes in connection with the services at issue, just as it does in connection with the services it provides today. Thus, the traveling public will continue to have transportation options following any Board approval of this Application. The bus industry is characterized by numerous competitors and low entry barriers which, combined with strong intermodal competition, eliminates any realistic opportunity for predation or monopoly pricing. See *GLI Acquisition Co – Purchase – Trailways Lines, Inc*, 4 I C C 2d 591, 600-01 (1988)(describing the bus industry's relatively small share of a competitive passenger

("Coach/Arrow"), *Coach/American*, STB Finance Docket No. 33073, slip op. at 3, 5 (served Nov. 8, 1996)

³ Megabus Northeast operates service between New York and Washington, DC, New York and Baltimore and New York and Philadelphia. This Board approved a control application in connection with the establishment of this service in *Stagecoach Group PLC and Coach USA, Inc., et al -Control-Megabus Northeast LLC*, STB Docket No. MC-F-21027, slip op. at 3 (served Apr. 11, 2008).

transportation market dominated by other modes, particularly the private automobile) As the Board concluded at page 6 of *Coach/Arrow*,

With the low entry barriers and the pervasive intramodal and intermodal competition that characterizes the bus industry, most opportunities for the abuse of market power are effectively foreclosed.

See also Coach/American, slip op. at 6

ASTI is evaluating its employment needs with a view to employing qualified personnel that are currently employed by New Today to operate the relevant services

Finally, Board approval of this Application will allow the acquisition of control of the New Today assets to be accomplished without the approval of state regulatory authorities, thus relieving the parties from potentially burdensome regulatory requirements *See* 49 U.S.C. § 14303(f) (providing that parties to approved transactions may effectuate such transactions and exercise control without the approval of any state authorities and exempts the parties to the transaction from the application of federal, state, and municipal law as necessary to allow them to carry out the transaction), *Coach/Arrow*, slip op at 7 (finding that issuance of an exemption "will insulate petitioners from burdensome State regulations applicable to intrastate operating rights and leave them with greater resources to support existing and future transportation services"), *Coach/American*, slip op at 7 (same).⁴

⁴ *See Colorado Mountain Express, Inc , and Airport Shuttle Colorado, Inc , d/b/a Aspen Limousine Service, Inc -- Consolidation and Merger -- Colorado Mountain Express*, STB No MC-F-20902, slip op. at 4 (served Feb. 28, 1997) (Board approval of bus merger under section 14303 preempts state laws concerning transfer of intrastate operating authority held by merged carrier), *see also Board of Trustees of Trucking Employees of North Jersey Welfare Fund, Inc -Pension Fund v Centra*, 983 F.2d 495, 503 (3d Cir 1992) ("federal law preempts any state law that might purport to require state

VI. SAFETY FITNESS CERTIFICATION

By its verification included herewith, Coach USA certifies that the U.S. Department of Transportation safety rating of each of the Operating Carriers is accurately set forth in Exhibit A. None of the carriers involved in this proceeding has an unsatisfactory safety rating.

VII. INSURANCE COVERAGE CERTIFICATION

Coach USA certifies that it will maintain sufficient insurance coverage for the acquired assets in the manner and to the extent required by FMCSA and state regulations.

VIII. CERTIFICATION OF DOMICILE

No Party to the Transaction is domiciled in Mexico or owned or controlled by citizens of that country.

IX. THE PROPOSED ACQUISITION WILL NOT HAVE A SIGNIFICANT ENVIRONMENTAL IMPACT

This Application contemplates only assumption of control of existing operational assets. Thus, there will be no significant operational changes or adverse environmental impacts as a result of the acquisition of control that is the subject of this Application. See 49 C.F.R. § 1182.2(a)(6). Accordingly, as the Board has found with respect to previous Coach USA acquisitions, there will be no significant effect on the quality of the human environment or the use of energy resources, and environmental regulation pursuant to 49

approval before the transfer of stock or interstate operating authority may occur"), *Washington Trucking, Inc. -- Purchase (Portion) Exemption -- Maddox Transfer and Storage, Inc. d/b/a Aim Van Lines*, 71 C.C. 2d 372, 378-80 (1991), *aff'd*, *Oregon Pub Util. Com'n v ICC*, 979 F.2d 778 (9th Cir. 1992); *Herman Bros., Inc. - Purchase Exemption - Thompson Truck Line, Inc.*, 71 C.C. 2d 382, 386-87 (1991), *aff'd*, *Minnesota Transp. Regulation Bd. v U.S.*, 966 F.2d 335 (8th Cir. 1992) (both holding that the ICC's preemption authority under the predecessor to section 14303(f) extends to the transfer of intrastate operating rights).

C.F.R. § 1105.7 is unnecessary *Coach/Arrow*, slip op at 7, *Coach/American* slip op at 7

CONCLUSION

The Board should grant this Application for all of the reasons described above

Respectfully submitted,



David H. Coburn
Scott M. Mirelson
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, N.W.
Washington, D C 20036
(202) 429-3000

Attorneys for Stagecoach Group plc, Stagecoach Transport Holdings plc, SCUSI Ltd., Coach USA Administration, Inc, Coach USA, Inc, and ASTI, Inc.

October 7, 2008

CERTIFICATE OF SERVICE

I certify that I have this 7th day of October 2008 served a copy of the foregoing

Verified Application by hand delivery on

Director of Operations
Antitrust Division
Premerger Notification Unit
U S Department of Justice
950 Pennsylvania Avenue, N W
Washington, D C 20530

Premerger Notification
Office
Bureau of Competition
Room 303
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, D C 20580

and by first class mail, postage prepaid on

Chief, Lic & Ins Division
U S Department of Transportation
Federal Motor Carrier Safety Administration
1200 New Jersey Avenue, S E
Washington, D C 20590



David H Coburn

VERIFICATION

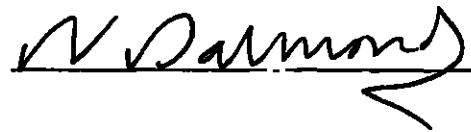
My name is Martin Griffiths. I am Finance Director of Stagecoach Group plc and Stagecoach Transport Holdings plc. I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entities, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of those entities. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

A handwritten signature in black ink, appearing to read "Martin Griffiths", is written over a horizontal line.

Dated, October 2, 2008

VERIFICATION

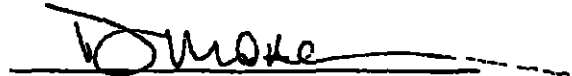
My name is Nicola Salmond. I am a Director of SCUSI Ltd. I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entity, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of this entity. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

A handwritten signature in black ink, appearing to read "N. Salmond", is written over a horizontal line. The signature is stylized with a large, sweeping flourish at the end.

Dated, October 2, 2008

VERIFICATION

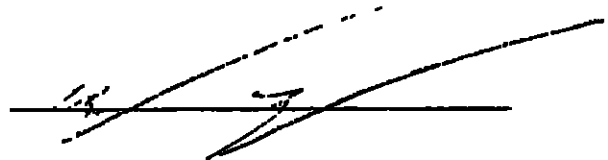
My name is Dale Moser I am President of Coach USA, Inc. and Coach USA Administration, Inc I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entities, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of those entities I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

A handwritten signature in black ink, appearing to read "D Moser", is written over a horizontal line.

Dated, October 1, 2008

VERIFICATION


My name is Bryony Chamberlain I am President of ASTI, Inc. I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entity, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of this entity. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

A handwritten signature in black ink, appearing to read 'Bryony Chamberlain', is written over a horizontal line.

Dated, October 14 2008

VERIFICATION

My name is Pao Hua Yu, I am President of New Today Bus Corp. I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entity, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of this entity. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.



Pao Hua Yu

Dated, October 1, 2008

VERIFICATION

My name is You Guo Yang, I am President of New Today Bus, Inc. I hereby verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this application, as it relates to the above-named entity, is true and correct. Further, I certify that I am qualified and authorized to file this application on behalf of this entity. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

you guo yang
You Guo Yang

Dated, October 1, 2008

EXHIBIT A

**Motor Passenger Carriers Holding Federally-Issued Operating Authority and Controlled
by Stagecoach Group, plc and Coach USA, Inc.**

MOTOR PASSENGER CARRIER	MC NUMBER	DOT NUMBER	SAFETY RATING
ASTI, Inc	252353	454893	Satisfactory
Autocar Connaissanceur, Inc	166643	222220	Satisfactory
Butler Motor Transit, Inc	126876	85141	Satisfactory
Cape Transit Corp	161678	212314	Satisfactory
Central Cab Company	133058	46037	Satisfactory
Century Airline Services, Inc.	293450	609474	None
Chenango Valley Bus Lines, Inc	141324	154670	Satisfactory
Cisko Bus Co Inc	22072	153203	Satisfactory
Clinton Avenue Bus Company	223062	516176	None
Colonial Coach Corp.	39491	31806	Satisfactory
Community Coach, Inc.	76022	54433	Satisfactory
Community Transit Lines, Inc	145548	168076	Satisfactory
D'Arcangelo Bus Co , Inc	168603	986345	None
E & A Bus Co , Inc	168561	1041095	None
Elizabeth Bus Company	168567	986357	None
Eric Coach Lines Company	127027	287419	Satisfactory
Gad-About Tours, Inc	198451	517358	Satisfactory
Gilsam Bus Company, Inc	233195	982310	None
GL Bus Lines, Inc	180074	514683	None
Gray Line Air Shuttle, Inc	218255	501803	Satisfactory
Gray Line New York Tours, Inc	180229	23477	Satisfactory
H A M L. Corp.	194792	293946	None
Hudson Transit Corporation	133403	200615	Satisfactory
Hudson Transit Lines, Inc	228	13944	Satisfactory
Independent Bus Company, Inc	168548	381847	None
International Bus Services, Inc	155937	203061	Satisfactory
J & J Bus Company, Inc	168563	516048	None
J & J Transit, Inc	233193	1041117	None
J & L Bus Co., Inc	168602	982347	None
Kaunas Bus Co , Inc	168549	982348	None
Keeshin Charter Services, Inc	118044	76003	Satisfactory
Keeshin Transportation, LP	263222	523524	Satisfactory
Leisure Time Tours, Inc	142011	150457	Satisfactory
M & J Bus Company, Inc	233197	982342	None
Meadowlands Transit, Inc.	168588	982308	None
Megabus Northeast LLC	643228	1759030	None
Megabus USA LLC	572524	1538200	None
Minsol Bus Company, Inc	233198	982311	None
Mountaineer Coach, Inc	229627	613445	Satisfactory
Niagara Scenic Bus Lines, Inc	30787	26398	Satisfactory
Olympia Trails Bus Co , Inc	138146	6280	Satisfactory

MOTOR PASSENGER CARRIER	MC NUMBER	DOT NUMBER	SAFETY RATING
Orange, Newark, Elizabeth Bus, Inc	206227	308119	None
Pawtuxet Valley Bus Lines, Inc (KILT)	115432	50611	None
Penn-Mall Transit, Inc.	208153	982315	None
R & W, Inc	168547	515922	None
R & W Transit, Inc.	233186	1046492	None
Red & Tan Tours	162174	234326	Satisfactory
Road Runner Tours, Inc	168623	1041110	None
Rockland Coaches, Inc	29890	156149	Satisfactory
Sam Van Galder, Inc	112422	74456	Satisfactory
Seven Bus Corporation	233196	982327	None
South Orange Avenue Bus Association	168650	982326	None
South Orange Avenue Bus Company, Inc	168569	982309	None
St. Louis Executive Coach, Inc	414193	982072	None
Suburban Management Corp	264527	531796	None
Suburban Trails, Inc	149081	314581	Satisfactory
Suburban Transit Corp	115116	43463	Satisfactory
Tri-State Coach Lines, Inc	425233	1006023	Satisfactory
Transportation Management Services, Inc d/b/a Lenzner Coach Lines	237433	583785	Satisfactory
Trentway-Wagar, Inc	126430	26345	Satisfactory
Utica-Rome Bus Company, Inc	7914	19446	Satisfactory
Vailsburg Bus Co , Inc.	165416	982302	None
Van Nortwick Bros , Inc	149025	18722	Satisfactory
WJB Company, Inc	233200	982307	None
Wisconsin Coach Lines, Inc	123432	46567	Satisfactory

SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. MC-F-21030



**STAGECOACH GROUP PLC AND COACH USA, INC., et al.
ACQUISITION AND CONSOLIDATION OF ASSETS – NEW TODAY BUS CORP. AND
NEW TODAY BUS, INC.**

AGENCY SURFACE TRANSPORTATION BOARD

ACTION: Notice Tentatively Approving Finance Application

SUMMARY Stagecoach Group plc (Stagecoach), a noncarrier, and its noncarrier intermediate subsidiaries, Stagecoach Transport Holdings plc, SCUSI Ltd, Coach USA Administration, Inc and Coach USA, Inc (Coach USA), and ASTI, Inc. d/b/a Coach USA (ASTI), a motor passenger carrier (MC-252353) controlled by Coach USA (collectively, applicants), have filed an application under 49 U.S.C. 14303 for the acquisition and operation of certain assets of New Today Bus Corp (MC-651183) and New Today Bus, Inc (MC-657415) (collectively New Today) Persons wishing to oppose this application must follow the rules under 49 CFR part 1182.5 and 1182.8. The Board has tentatively approved the transaction, and, if no opposing comments are timely filed, this notice will be the final Board action.

DATES. Comments are due by December 22, 2008 Applicants may file a reply by January 5, 2009 If no comments are filed by December 22, 2008, this notice is effective on that date

ADDRESSES Send an original and 10 copies of comments referring to STB Docket No MC-F-21030 to Surface Transportation Board, 395 E Street S.W, Washington, D.C 20423-0001. In addition, send one copy of comments to Applicants' representatives: David H. Coburn and Scott M Mirelson, Steptoe & Johnson LLP, 1330 Connecticut Avenue, N W, Washington, D C 20036

FOR FURTHER INFORMATION CONTACT Julia Farr (202) 245-0359 [Federal Information Relay Service (FIRS) for the hearing impaired 1-800-877-8339]

SUPPLEMENTARY INFORMATION Stagecoach, headquartered in Scotland, is one of the world's largest providers of passenger transportation services It had annual revenues for the fiscal year ending April 30, 2008 of over \$3 billion. Stagecoach and its subsidiaries currently control Coach USA See Stagecoach Holdings plc —Control — Coach USA, Inc., et al., STB Docket No MC-F-20948 (served July 22, 1999) Stagecoach currently controls Coach USA through various co-applicant subsidiaries, namely, Stagecoach Transport Holdings plc, SCUSI Ltd and Coach USA Administration, Inc. Coach USA is a Delaware corporation that currently controls 65 motor passenger carriers The motor carriers controlled by Coach USA had gross

operating revenues for the 12-month period ending with the date of this application greater than the \$2 million threshold required for Board jurisdiction

In this transaction, the Applicants seek permission to acquire certain of New Today's assets. These assets include New Today's customer lists, certain contracts, sales records and certain trademarks and trade names as well as a variety of other assets. New Today currently offers motor passenger carrier service provided in its name under arrangements with related carriers in the New York City, Philadelphia, Washington, DC corridor. The Transaction contemplates that New Today, its shareholders and certain related entities will not provide service for a period of time between several city pairs including (1) New York-Washington, DC (2) New York-Philadelphia and (3) New York-Baltimore. ASTI has applied for operating authority with the FMCSA to provide service on such routes and states that it will do so in New Today's trade name once the transaction is completed.

Under 49 U.S.C. 14303(b), the Board must approve and authorize a transaction we find consistent with the public interest, taking into consideration at least: (1) the effect of the transaction on the adequacy of transportation to the public, (2) the total fixed charges that result, and (3) the interest of affected carrier employees.

Applicants have submitted information, as required by 49 CFR 1182.2, to demonstrate that the proposed acquisition of control is consistent with the public interest under 49 U.S.C. 14303(b). Applicants state that the proposed transaction will not reduce competitive options, adversely impact fixed charges, or adversely impact the interests of employees. In addition, applicants have submitted all of the other statements and certifications required by 49 CFR 1182.2. Additional information, including a copy of the application, may be obtained from the applicants' representative.

On the basis of the application, we find that the proposed acquisition of control is consistent with the public interest and should be authorized. If any opposing comments are timely filed, this finding will be deemed vacated and, unless a final decision can be made on the record as developed, a procedural schedule will be adopted to reconsider the application. See 49 CFR 1182.6(c). If no opposing comments are filed by the expiration of the comment period, this decision will take effect automatically and will be the final Board action.

Board decisions and notices are available on the Board's website at "WWW.STB.DOT.GOV."

This decision will not significantly affect either the quality of the human environment or the conservation of energy resources.

It is ordered

1. The proposed acquisition of control is approved and authorized, subject to the filing of opposing comments.

2. If timely opposing comments are filed, the findings made in this decision will be deemed as having been vacated.
- 3 This decision will be effective on December 22, 2008, unless timely opposing comments are filed.
- 4 A copy of this notice will be served on: (1) the U.S. Department of Transportation, Federal Motor Carrier Safety Administration, 1200 New Jersey Avenue S.E., Washington, DC 20590, (2) the U.S. Department of Justice, Antitrust Division, 10th Street and Pennsylvania Avenue, N.W., Washington, DC 20530, and (3) the U.S. Department of Transportation, Office of the General Counsel, 1200 New Jersey Avenue, S.E., Washington, DC 20590

Decided: _____, 2008

By the Board, Chairman Nottingham, Vice Chairman Mulvey and Commissioner Buttrey.

Anne K. Quinlan
Acting Secretary